



The Specialist  
in Cancer Care

## **HEALTHCARE GLOBAL ENTERPRISES LIMITED**

### **CHARTER FOR THE STAKEHOLDERS RELATIONSHIP COMMITTEE**

(Approved by the Board of Directors on August 08, 2018)



## 1. INTRODUCTION AND PURPOSE:

The purpose of the Stakeholders Relationship Committee (“**the Committee**”) of the Board of Directors (“**the Board**”) of HealthCare Global Enterprises Limited (“**the Company**”) shall be to assist the Board and the Company to oversee the existing redressal mechanisms in relation to Stakeholders of the Company. The term “**Stakeholder**” shall include shareholders, debenture holders and other security holders.

The composition, role, review of information, power, etc., of the Committee is in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 read with Part D of the Schedule II of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The purpose and responsibilities of the Committee shall include such other items/matters prescribed under applicable laws or prescribed by the Board in compliance with applicable law, from time to time.

## 2. MEMBERSHIP & COMPOSITION:

The Committee shall be appointed by and will serve at the discretion of the Board. The Chairperson of the Committee shall be a Non-Executive Director and such other members as may be decided by the Board from time to time.

The members of the Committee are as follows:

SI No	Name of the Member	Designation
1	Mr Gangadhara Ganapati	Chairman
2	Dr B. S. Ajaikumar	Member
3*	Mrs. Bhushani Kumar	Member

\* Appointed as a Member on February 07, 2019

The Company Secretary of the Company shall act as the secretary of the Committee.

The Board shall have the power to make any change(s) in the constitution of the Committee.

## 3. QUORUM:

- 3.1 The quorum shall be either two members or one-third of the members of the Stakeholders Relationship Committee, whichever is greater;



- 3.2 A duly convened meeting of the Committee of the Company at which the requisite quorum is present, shall be competent to exercise all or any of the authorities, power and discretion vested in the Committee.

#### **4. MEETINGS**

- 4.1 The Committee shall convene its meetings at least twice in a year with additional meetings at the discretion of the Members, either in person or through Video Conferencing mode as it deems necessary, appropriate and advisable, to review and ensure that all investor queries/ requests and grievances are redressed within a period of 7-10 days from the date of receipt of the same.
- 4.2 The meetings shall follow the procedures concerning meeting of the Board of Directors to the extent applicable.
- 4.3 The Committee shall regularly report on its work to the Board. The report shall include at least a summary of the matters addressed and the measures taken by the Committee.
- 4.4 The Committee may invite such of the executives, as it considers appropriate, to be present at the meetings.

#### **5. RESOLUTIONS AND MINUTES:**

- 5.1 The Committee, in case of urgent business may pass the resolution by circulation.
- 5.2 Draft resolutions shall be circulated to the members of the Committee by the Company Secretary or any other person authorised by him/her, together with the necessary papers, individually to all the Members including Interested Director through any valid mode.
- 5.3 Resolutions passed by circulation shall be noted at the next meeting of the Committee as well as Board.
- 5.4 Draft minutes of the Stakeholders Relationship Committee Meeting shall be duly circulated within 15 days from the conclusion of the meeting to the members of the Committee for their comments.
- 5.5 The Members, whether present or not shall communicate their comments, If any, in writing within 7 days from the date of circulation of draft minutes.
- 5.6 Minutes shall be entered in the Minutes Book within 30 days from the date of conclusion of the meeting.



- 5.7 Minutes of the meeting shall be signed and dated by the Chairman of the Meeting or by the Chairman of the next meeting.
- 5.8 Signed copy of the minutes shall be circulated to all the members within 15 days after the minutes are signed duly certified by Company Secretary or where there is no Company Secretary, by any Director authorized by Committee.
- 5.9 The Company Secretary will maintain minutes of its meetings, which will be submitted to the Board for noting.

## **6. RESPONSIBILITIES AND AUTHORITY:**

The Committee shall:

- 6.1 consider and oversee the implementation of the objectives stated in this Charter;
- 6.2 resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.
- 6.3 approve issue of duplicate certificates and new certificates on split / consolidation / renewal etc.,
- 6.4 approve transfer/transmission, dematerialization and rematerialization of equity shares in a timely manner;
- 6.5 monitor and review the performance and service standards of the Registrar and Share Transfer Agents of the Company and provides continuous guidance to improve the service levels for investors;
- 6.6 review of cases for refusal of transfer / transmission of shares and debentures;
- 6.7 advice, guide and oversee the activities of the internal investor relations department;
- 6.8 review movement in shareholdings and ownership structure;
- 6.9 review of measures taken for effective exercise of voting rights by the shareholders.
- 6.10 review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / Annual Reports / statutory notices by the shareholders of the company.



- 6.11 monitor and review any investor complaints received by the Company or through SEBI, SCORES (Sebi **CO**mplaints **RE**dress **S**ystem) and ensure its timely and speedy resolution, in consultation with the Company Secretary and Compliance officer and RTA of the Company;
- 6.12 perform any other function as required under the (i) Regulations of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015 (ii) The Companies Act, 2013 and Rules framed thereunder (iii) the equity listing agreement entered into between the Company and the Stock exchanges on which its equity shares are listed (iv) by the Board and (v) any other SEBI Regulations or any other applicable law, as amended from time to time;
- 6.13 perform and review investor satisfaction surveys;
- 6.14 consult with other committees of the Board, if required, while discharging its responsibilities;
- 6.15 monitor and review on an annual basis the Company's performance in dealing with Stakeholder grievances;
- 6.16 have access to any internal information necessary to fulfil its role;
- 6.17 have authority to obtain advice and assistance from internal or external legal, accounting or other advisors; and
- 6.18 have authority to further delegate all or any of the power to any other employee(s), officer(s), representative(s), consultant(s), professional(s), or agent(s) as it deems necessary.

## **7. ANNUAL GENERAL MEETING:**

The Chairperson of the Committee or, in his absence, any other member of the Committee authorised by him in this behalf shall attend General Meetings of the Company.

## **8. REPORT**

The Committee shall report to the Board at its next Board meeting, which will be incorporated as a part of the minutes of the Board of Directors meeting.

## **9. DISCLOSURE REQUIREMENT:**

The Committee charter should be published on the Company's website and in the Annual Report once every three years and also whenever any significant amendment is made to the charter.



**10. REVIEW/AMENDMENT/MODIFICATION:**

The adequacy of this Charter shall be reviewed and re-assessed by the Stakeholders Relationship Committee, at reasonable intervals and appropriate recommendations shall be made to the Board of Directors to update the same based on the changes that may be brought about to the regulatory frame work, from time to time.